

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

HIGHLAND CAPITAL	§	
MANAGEMENT, LP.,	§	
<i>Plaintiff,</i>	§	
	§	
v.	§	
	§	
CITIGROUP GLOBAL MARKETS,	§	NO. 3:12-CV-01100
INC., BABSON CAPITAL	§	
MANAGEMENT LLC, and THE BANK	§	
OF NEW YORK MELLON TRUST,	§	
N.A.,	§	
<i>Defendants.</i>	§	

DECLARATION OF LEWIS T. LECLAIR

I, Lewis T. LeClair, hereby declare under penalty of perjury that the facts set forth herein are true and correct to the best of my personal knowledge, and, if called as a witness, I could and would testify competently as set out below:

1. I am over 18 years of age and have never been convicted of a crime involving moral turpitude and am otherwise competent to make this declaration.
2. I am a principal of McKool Smith P.C. I am the lead counsel for Highland Capital Management, L.P. in this matter.
3. Attached hereto as Exhibit A are true and correct copies of relevant excerpts from the December 8, 2005 Liberty CLO Indenture.

I declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the foregoing is true and correct.

This Declaration is executed this 17th day of May, 2012.

A handwritten signature in black ink, appearing to read 'L. T. LeClair', written over a horizontal line.

LEWIS T. LECLAIR